

1 Lester L. Levy (*Admitted Pro Hac Vice*)
 2 Michele F. Raphael (*Admitted Pro Hac Vice*)
 WOLF POPPER LLP
 3 845 Third Avenue
 New York NY 10022
 4 Telephone: 212.759.4600
 5 Facsimile: 212.486.2093
 e-mail: llevy@wolfdpopper.com
 6 e-mail: mraphael@wolfdpopper.com

7 William M. Audet (SBN 117456)
 8 Jason Baker (SBN 212380)
 ALEXANDER, HAWES & AUDET, LLP
 9 152 North Third Street, Suite 600
 10 San Jose, CA 95112
 Telephone: 408.289.1776
 11 Facsimile: 408.287.1776
 e-mail: waudet@alexanderlaw.com
 12 e-mail: jbaker@alexanderlaw.com

13
 14 *Attorneys for Plaintiffs and the
 Proposed Class*

15
 16 UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 17 SAN JOSE DIVISION

18		
19	CLRB HANSON INDUSTRIES, LLC d/b/a)	CASE NO: C05-03649 JW
20	INDUSTRIAL PRINTING, and HOWARD)	
21	STERN, on behalf of themselves and all)	DECLARATION OF MICHELE F.
22	others similarly situated,)	RAPHAEL IN RESPONSE TO ORDER
23	Plaintiffs,)	TO SHOW CAUSE AND IN SUPPORT
24	vs.)	OF RETENTION OF FEDERAL
25	GOOGLE, INC.,)	JURISDICTION
26	Defendant.)	Date: November 20, 2006
27		Time: 9:00 a.m.
28		Dept.: 3
		Judge: Honorable James W. Ware

Declaration of Michele F. Raphael in Response to Order to Show Cause
 and in Support of Retention of Federal Jurisdiction
 Case No: C05-03649 JW

1 I, **MICHELE F. RAPHAEL**, declare as follow:

2 1. I am a member of Wolf Popper LLP ("Wolf Popper"), counsel for Plaintiffs CLRB
3 Hanson Industries, LLC d/b/a Industrial Printing ("CLRB Hanson") and Howard Stern
4 (collectively, "Plaintiffs") in this action. I submit this declaration in Response to this Court's
5 order to show cause why the case should not be remanded for lack of jurisdiction and in support
6 of retention of federal jurisdiction.
7

8 2. Annexed hereto as Exhibit A is a true and correct copy of a research report issued
9 by Susquehanna Financial Group, LLLP on June 29, 2006, on Google Inc.
10

11 3. Annexed hereto as Exhibit B is a true and correct copy of Google's Investor
12 Relations, Investor FAQ webpages. On the top of the third page thereof, Google, asks, and
13 answers "Who are our customers?"
14

15 4. Annexed hereto as Exhibit C is a true and correct copy of the article, "Google Sees
16 Revenue Rise, Beats Expectation" by Elinor Mills, c/net news.com, April 20, 2006.
17

18 5. Annexed hereto as Exhibit D are true and correct copies of Google's earning
19 releases for the quarter and year ended December 31, 2005, and for the first three quarters of
20 2006.

21 Dated: November 8, 2006
22

23 _____
24 /s/
25 Michele F. Raphael
26
27
28

**Declaration of Michele F. Raphael in Response to Order to Show Cause
and in Support of Retention of Federal Jurisdiction
Case No: C05-03649 JW**